$\square$ 

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

# OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person <sup>*</sup> Herling Michael J			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>BRINKS CO</u> [ BCO ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
				X	Director Officer (give title	10% Owner Other (specify			
(Last) 1801 BAYBERR		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/03/2019		below)	below)			
P.O. BOX 18100			4. If Amendment, Date of Original Filed (Month/Day/Year)	<ol> <li>6. Individual or Joint/Group Filing (Check Applica Line)</li> </ol>					
(Street)				Х	Form filed by One Reporting Person				
RICHMOND	VA	23226			Form filed by More than Person	One Reporting			
(City)	(State)	(Zip)							

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)			4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following Reported		7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(11311 4)
Common Stock	05/03/2019		<b>M</b> <sup>(1)</sup>		1,679	Α	(2)	7,965	D	

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Deferred Stock Units	(2)	05/04/2018		М			1,679	(3)	(3)	Common Stock	1,679	\$0.00	23,127 <sup>(4)</sup>	D	

#### Explanation of Responses:

1. Represents the conversion upon vesting of Deferred Stock Units ("DSUs") into The Brink's Company (the "Company") Common Stock. On May 3, 2019, 1,679 DSUs, which were granted to the Reporting Person on May 4, 2018, vested. Such DSUs were previously reported in Table II on a Form 4 filed with the Securities and Exchange Commission on May 8, 2018.

2. Each DSU represents the right to receive, at settlement, one share of Company Common Stock.

3. This Deferred Stock Unit award was granted on May 4, 2018 and vested in full on May 3, 2019.

4. Includes 21,539 DSUs that have vested and will be settled in Company common stock on a one-for-one basis, pursuant to the applicable terms of the Reporting Person's deferral election, either six months following the Reporting Person's termination of service from the Board of Directors of the Company or on a future date selected by the Reporting Person at the time of his deferral election. **Remarks:** 

<u>/s/Lindsay K. Blackwood,</u> <u>Attorney-in-Fact</u>

05/07/2019

Date

\*\* Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.